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PROPOSED ATTORNEY FOR DEBTOR

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

IN RE:

NOBLE REY BREWING CO., LLC

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CASE NO 18-34214

APPLICATION FOR AUTHORITY
TO EMPLOY ACCOUNTANT FOR DEBTOR

NO HEARING WILL BE CONDUCTED ON THIS MOTION UNLESS A WRITTEN OBJECTION OR REQUEST FOR HEARING IS FILED WITH THE UNITED STATES BANKRUPTCY CLERK, 1100 COMMERCE STREET, 12TH FLOOR, DALLAS TEXAS 75242, WITHIN TWENTY (21) DAYS FROM THE DATE OF THE FILING OF THIS MOTION, UNLESS THE COURT, SUA SPONTE, OR UPON TIMELY APPLICATION OF A PARTY IN INTEREST, SHORTENS OR EXTENDS THE TIME FOR FILING SUCH OBJECTION OR REQUEST FOR HEARING.

IF NO OBJECTION OR REQUEST FOR HEARING IS TIMELY FILED, THE MOTION SHALL BE DEEMED TO BE UNOPPOSED AND THE COURT MAY ENTER AN ORDER GRANTING THE RELIEF SOUGHT. THE COURT RESERVES THE RIGHT TO SET ANY MATTER FOR HEARING.

TO THE HONORABLE UNITED STATES BANKRUPTCY JUDGE:

COMES NOW, Noble Rey Brewing Co., LLC. ("Debtor") in the above-styled and numbered cause, and pursuant to 11 U.S.C. § 327 files this its Application for Authority to Employ Accountants for Debtor ("Application"), requesting the Court to enter an Order

authorizing Debtor to employ Susan Cartmill CPA, ("Firm"), as accountant for the Debtor, and in support thereof would respectfully show unto the Court as follows:

1. On or about December 19, 2018 Debtor filed its Voluntary Petitions for relief under Chapter 11 of the United States Bankruptcy Code and has continued in possession of its property and operation of its business as a Debtor-in-Possession pursuant to §§ 1107 and 1108 of the Bankruptcy Code.

2. The Debtor believes a variety of accounting matters exist as to the assets and liabilities of the estate which require accounting assistance.

3. The Firm have been chosen by Debtor in that they are experienced in accounting matters.

4. Pursuant to Bankruptcy Rule 2014(a), the Affidavit of Brett Mills is attached hereto as Exhibit "A" and attests that the Firm does not presently or hold or represent any interest adverse to the interest of the Debtor or this Estate and is disinterested within the meaning of 11 U.S.C. § 101(13) to the best of his knowledge, information, and belief.

5. The Firm has not been paid a retainer.

6. The Firm has agreed to represent the Debtor on the terms set forth in this Application. The compensation to be paid to the Firm shall be based upon the following hourly rates:

Susan Cartmill CPA	\$95.00 per hour
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These hourly rates are those regularly charged by the Firm in matters by the respective partners, associates, paralegals, and legal assistants for accounting services rendered in similar bankruptcy matters. The hourly rates may be modified by the Firm in the ordinary course of their business. The charges for such services are fair and reasonable and within the normal range for

services rendered in similar cases within the Northern District of Texas. The Debtor has agreed to reimburse the Firm for all reasonable out-of-pocket expenses incurred on the Debtor's behalf.

7. Debtor believes the employment of the Firm as accountants is in the best interest of the bankruptcy estate. Further, the Debtor believes it is necessary to retain them immediately for the purpose of orderly preparing the bankruptcy schedules, working cash collateral budgets and determining the claims asserted in the Estates.

WHEREFORE, PREMISES CONSIDERED, Debtor, Noble Rey Brewing Co., LLC. respectfully pray this Honorable Court enter an Order approving the employment of Susan Cartmill CPA, as accountants for Debtor effective as of February 15, 2019, under the terms and conditions contained herein, and for such other and further relief, at law or in equity, to which Debtor may show itself justly entitled.

Respectfully submitted,

ERIC A. LIEPINS, P.C.
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BY: /s/ Eric Liepins
ERIC A. LIEPINS, SBN 12338110

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing document was send to all creditors and the United States Trustee, United States mail on this the 15th day of February 2019.

/s/ Eric Liepins
Eric A. Liepins

EXHIBIT "A"

AFFIDAVIT PURSUANT TO BANKRUPTCY RULE 2014(a)

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

BEFORE ME, the undersigned authority, on this day personally appeared, Susan Cartmill, being known to me to be the person whose name is subscribed to this Affidavit, and after having been duly sworn, did depose and state the following:

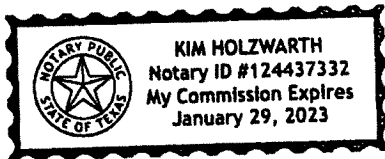
1. "I am the owner of the accounting firm of Susan Cartmill CPA (hereinafter referred to as the "Firm"). I am fully authorized to make this Affidavit on behalf of the Firm. This Affidavit is made and based upon personal knowledge of the matters contained herein, and is true and correct.
2. This Affidavit is made pursuant to Bankruptcy Rule 2014(a) and is intended to disclose the Firm's representation of and connections with the Debtor herein and creditors or other parties-in-interest in this case.
3. Prior to making this Affidavit, the Firm conducted an internal conflicts check

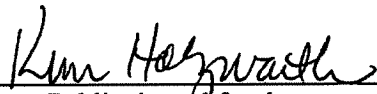
designed to identify past or present relationships with any of the foregoing parties.

4. Prior to the engagement of the Firm to represent the Debtor in these proceedings, the Firm has not previously represented the Debtor. The Firm does not represent any other creditors or parties in interest in this case, and does not represent any interest adverse to the Estates of the Debtor. The Firm was not a creditor of the Debtor at the time of filing.


Susan Cartmill

SUBSCRIBED AND SWORN TO BEFORE ME on this the 15 day of February 2019, by the said Susan Cartmill, to certify which witness my hand and official seal.




Notary Public, in and for the
State of Texas

My commission expires: 1/29/2023